

# **EXHIBIT**

# **D**

## SQUIRE SANDERS (US) LLP

BEIJING · BEIRUT\* · BERLIN · BIRMINGHAM\* · BRATISLAVA · BRUSSELS\* · BUDAPEST · CINCINNATI · CLEVELAND · COLUMBUS · FRANKFURT · HONG KONG · HOUSTON · KYIV  
LEEDS\* · LONDON\* · LOS ANGELES · MADRID\* · MANCHESTER\* · MIAMI · MOSCOW · NEW YORK · NORTHERN VIRGINIA · PALO ALTO · PARIS\* · PERTH\*\* · PHOENIX · PRAGUE  
· RIYADH\* · RIO DE JANEIRO · SAN FRANCISCO · SANTO DOMINGO · SHANGHAI · SINGAPORE · TAMPA · TOKYO · WARSAW · WASHINGTON DC · WEST PALM BEACH  
INDEPENDENT NETWORK FIRMS: BOGOTÁ · BUCHAREST · BUENOS AIRES · CARACAS · LA PAZ · LIMA · PANAMÁ · SANTIAGO

Geltzer, Robert L. as Chapter 7 Trustee  
Robert L. Geltzer, Esq.  
1556 Third Avenue, Suite 505  
New York, New York 10128

Invoice Number: 8776475  
Invoice Date: 03/29/13  
Matter Number: 103032.00077

### Budget Travel, Inc.

#### INVOICE SUMMARY

Fees:	\$ 29,777.00
Disbursements:	\$ 275.77
<b>Amount Due for this Invoice:</b>	<b>\$ 30,052.77</b>

#### PAYMENT INSTRUCTIONS

##### *Remit Check Payments to:*

Squire Sanders (US) LLP  
P.O. Box 643051  
Cincinnati, OH 45264  
Phone: 216.687.3400  
Fax: 216.687.3401

##### *Remit Wire Payments to:*

Squire Sanders (US) LLP  
US Bank  
425 Walnut St. Cincinnati, OH 45264  
Bank Routing #042000013  
Bank Account #576762314

##### **For Wires outside the US:**

US Bank, USA  
SWIFT Code: USBKUS44IMT  
Bank Account #576762314

##### *Direct Billing Inquiries to:*

Robert A. Wolf  
30 Rockefeller Plaza  
New York, NY 10112  
United States  
Phone: +1.212.872.9800  
Fax: +1.212.872.9815  
email: robert.wolf@squiresanders.com

**Please Include Reference Number 8776475.103032 with all Payments**

Tax Identification Number 34-0648199

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*\*Squire Sanders (UK) LLP*

*\*\*Squire Sanders (AU)*

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### REMITTANCE COPY

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United States  
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email: robert.wolf@squiresanders.com

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Geltzer, Robert L. as Chapter 7 Trustee / Budget Travel, Inc.

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**BUDGET TRAVEL, INC.**

**LEGAL SERVICES**

DATE	HOURS	TIMEKEEPER	NARRATIVE
02/11/13	0.80	R. Wolf	Telephone conference with Trustee and Michael Luskin, Esq. counsel for Chapter 11 Trustee of Fletcher International, purported parent company of Debtor, regarding various background facts (.50); conference with Trustee regarding potential 363 sale (.30).
02/13/13	1.00	R. Wolf	Telephone conference with M. Luskin regarding issues concerning operation of Debtor's business (.10); telephone conference with Trustee and J. Teitelbaum regarding turnover of Debtor's funds (.10); telephone conference with Alimonti of Budget Travel (.30); telephone conference with B. Weston, Esq. regarding foregoing (.30); second telephone conference with Luskin regarding foregoing (.20).
02/14/13	0.50	R. Wolf	Telephone conference with Trustee regarding possibly shutting down business operations (.30); various e-mails regarding same (.20).
02/15/13	0.30	R. Wolf	E-mails regarding Debtor's operating website and telephone conference with Trustee regarding same.
02/19/13	1.90	A. Fisher	Lengthy calls with publisher regarding business and outstanding issues (.80). Review documents concerning website (1.1).
02/19/13	0.60	R. Wolf	Telephone conference with Trustee and A. Plotzker regarding business operations of Debtor and regarding e-mail from Alimonti.
02/20/13	2.30	A. Fisher	Draft retention papers.
02/20/13	0.30	R. Wolf	Telephone conference with Trustee regarding latest Alimonti e-mails.
02/21/13	2.20	A. Fisher	Multiple calls with publisher and accountants regarding business issues.
02/22/13	1.10	R. Wolf	Conference call with Judge Gropper, Trustee, E. Alimonti, et al. regarding case status and issues (.50); telephone conference with Trustee regarding strategy going forward (.30); telephone conference with Tom Slome, Esq., attorney for certain creditors (.20); e-mails with Trustee and A. Plotzker regarding same (.10).
02/25/13	0.40	R. Wolf	Telephone conference with Trustee and A. Plotzker regarding various issues pertaining to website and to employee's e-mails regarding unpaid wages.

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02/26/13	2.90	A. Fisher	Dealt with detailed issues concerning servers and interests re: same.
02/26/13	0.30	R. Wolf	Conference call with Trustee and A. Plotzker regarding Alimonti e-mails and regarding accounts receivable.
02/27/13	1.70	A. Fisher	Dealt with issues concerning servers and website.
02/27/13	0.60	R. Wolf	Conference with Trustee and AUST Riffkin regarding issues in case (.20); strategized regarding potential OSC for turnover of records and limited operating order (.40).
03/01/13	2.90	A. Fisher	Draft emergency application to operate.
03/01/13	2.80	R. Wolf	Review and revisions to draft of Affirmation in support of ex-parte motion for authorization to continue business (1.40); drafted inserts to retention application (1.00); telephone conference with Trustee and A. Plotzker regarding servers, other financial information and Judge Gropper's request for more detail on MYC application (.40).
03/03/13	0.80	A. Fisher	Finalize retention papers.
03/03/13	0.20	R. Wolf	Telephone conference with T. Slome, Esc. counsel for several creditors.
03/05/13	3.10	A. Fisher	Continuing draft of emergency motion to operate.
03/05/13	2.90	R. Wolf	Telephone conference with Trustee, Fletcher Trustee and his counsel regarding items needed from Alimonti and related issues (.40); telephone conference with Trustee and A. Plotzker regarding continuing business application (.20); edited retention papers (.40); review and revision of MYC papers (.30); telephone conference with NY Times reporter (.20); revised Affirmation in support of Operating Order under Section 721 (1.40).
03/06/13	2.20	A. Fisher	Dealt with issues concerning finances and bills.
03/07/13	2.40	A. Fisher	Dealt with complex issues concerning Debtor's Web services.
03/08/13	2.40	R. Wolf	Telephone conference with Trustee regarding his comments on application to continue Debtor's business (.20); lengthy conference with Trustee and A. Plotzker regarding interim operation of business, revenue and billing issues and strategy (.90); revised Trustee Affirmation and Order to Show Cause regarding Trustee's Section 721 motion (1.30).
03/11/13	1.20	A. Fisher	Multiple calls with AWS concerning web accounts.

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03/11/13	1.90	A. Fisher	Draft order to operate for hearing.
03/11/13	0.20	R. Wolf	Telephone conference with Trustee and e-mail to Alimonti regarding person responsible for billing on behalf of Budget (.10); review of issues regarding Order to Show Cause (.10).
03/12/13	3.60	A. Fisher	Revision of various OSC papers to operate for service (2.80); arranged for service and filing (.80).
03/13/13	2.80	A. Fisher	Dealt with issues concerning web servers and billing accounts being changed over to Trustee.
03/13/13	0.40	R. Wolf	Telephone conference with M. Luskin, Esq. regarding intent of parent company to move to convert (.10); e-mail to Trustee regarding same (.10); telephone conference with Tracy Klestadt regarding getting access to books and records on computers (.20).
03/14/13	0.40	R. Wolf	E-mail regarding motions on for Tuesday and telephone conference with Trustee regarding same.
03/18/13	0.20	R. Wolf	Telephone conference with Trustee regarding hearing on motions tomorrow.
03/19/13	1.70	R. Wolf	Telephone conference with Trustee prior to Court today regarding Section 721 and conversion motions (.30); attendance in Court for argument on motions (.80); e-mails and telephone conference with J. Corneau, Esq. regarding proposed Order on motion (.20); review of draft of motion (.20); telephone conference with H. Ginsburg, Esq. regarding Post Entities cross-claim vs. Budget in landlord's lawsuit and review of document regarding same (.20).
03/20/13	0.50	R. Wolf	Made revisions to proposed Conversion/Section 721 Reserve Order.

**TOTAL HOURS FOR THIS MATTER:**

**49.50**

**TOTAL SERVICES:**

**\$ 29,777.00**

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**DISBURSEMENT SUMMARY**

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Delivery Services	Success Express: R. Wolf/ 03-28-13/ Messenger Delivery.	13.50
Delivery Services	Success Express: R. Wolf/ 03-29-13/ Messenger Delivery.	12.00

**SQUIRE SANDERS (US) LLP**

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Local Transportation	R Wolf/ 03-19-13/ Local Transportation	69.73
Printing/duplicating-in-house		180.54
<b>TOTAL DISBURSEMENTS:</b>		<b>\$ 275.77</b>

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**MATTER TOTAL**

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<b>TOTAL SERVICES:</b>	<b>\$ 29,777.00</b>
<b>TOTAL DISBURSEMENTS:</b>	<b>\$ 275.77</b>
<b>TOTAL AMOUNT DUE FOR THIS MATTER:</b>	<b>\$ 30,052.77</b>